

RECORDATION NO.

23370-K
FILED

JUN 21 '11 -3 01 PM

LAW OFFICES OF
LOUIS E. GITOMER, LLC.

SURFACE TRANSPORTATION BOARD

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June 21, 2011

Ms Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
Washington, DC 20423

Dear Ms. Brown:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Termination of Lease, a secondary document, dated as of April 1, 2011. The primary document to which this is connected is recorded under Recordation No. 23370. We request that this document be recorded under Recordation No. 23370-K.

The names and addresses of the parties to the Termination of Lease are:

Lessor:

Fifth Third Leasing Company
38 Fountain Square Plaza
Cincinnati, OH 45263

Grantors:

Pacer International, Inc
11231 Phillips Industrial Blvd. East
Building 1, Suite 200
Jacksonville, FL 32256

A description of the equipment covered by the Termination of Lease consists of 50 3 Unit MAXI IV Intermodal Railcars numbered BRAN 6000-6010, inclusive, 6012-6017, inclusive, and 6019-6051, inclusive

A fee of \$41.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou_Gitomer@verizon.net

Ms. Cynthia T. Brown
June 21, 2011
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A short summary of the document to appear in the index follows: a Termination of Lease between Fifth Third Leasing Company, 38 Fountain Square Plaza, Cincinnati, OH 45263, and Pacer International, Inc., 11231 Phillips Industrial Blvd. East, Building 1, Suite 200, Jacksonville, FL 32256, covering 50 3 Unit MAXI IV Intermodal Railcars numbered BRAN 6000-6010, inclusive, 6012-6017, inclusive, and 6019-6051, inclusive

Very Truly Yours

Louis E. Gitomei

Enclosure

JUN 21 '11 -3 01 PM

TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

THIS TERMINATION OF LEASE is made as of April 1, 2011 between The Fifth Third Leasing Company, as lessor ("Fifth Third") and Pacer International, Inc., as lessee ("Pacer").

WITNESSETH:

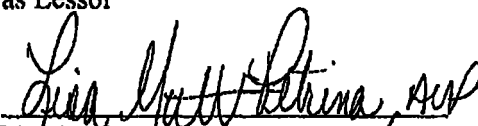
WHEREAS, Fifth Third, as assignee of LaSalle National Leasing Corporation, and Pacer entered into a Railcar Lease Agreement (the "Lease") dated as of January 2, 2001, AND Schedule No. 1 thereto, for ~~1~~ 3 Unit MAXI IV Intermodal Railcars numbered BRAN6000 - BRAN6010, BRAN6012 - BRAN6017, BRAN6019 - BRAN6051, (the "Schedule No. 1 Equipment"). A Memorandum of Lease Agreement dated as of February 1, 2001 was recorded on February 1, 2001 at the Surface Transportation Board (the "Board") under Recordation No. 23370 for the Schedule No. 1 Equipment and a First Supplement to Memorandum of Lease Agreement dated February 26, 2002 was recorded on March 5, 2002 at the Board under Recordation No. 23370-G to exclude one 3 Unit MAXI IV Intermodal Railcars numbered BRAN 6018 from the Schedule No. 1 Equipment leased to Pacer;

WHEREAS, the duties and obligations of the parties to the Lease have been satisfied and discharged with respect to the remaining Schedule No. 1 Equipment.

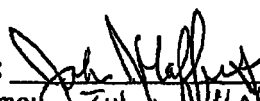
NOW, THEREFORE, in consideration of the promises and covenants in the document set forth above by reference, and for other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and the authority to issue and execute this document, intending to be legally bound, Fifth Third and Pacer hereby terminate and cancel the Lease as of the date herein first written above with respect to the remaining Schedule No. 1 Equipment provided that this termination does not apply to provisions of the Lease stated to survive such termination. This Termination of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Termination of Lease.

IN WITNESS WHEREOF, the parties hereto have caused this Termination of Lease to be duly executed as of the date hereinabove first written.

The Fifth Third Leasing Company,
as Lessor

By: 
Name: Lisa Mathews Petrina
Title: Assistant Vice President

Pacer International, Inc.,
as Lessee

By: 
Name: John Mathews
Title: CEO

STATE OF OHIO)
) ss.
COUNTY OF HAMILTON)

On this 1st day of April, 2011, before me personally appeared Lisa Mathews Petrina, to me personally known, who being duly sworn, says that she is an Assistant Vice President of The Fifth Third Leasing Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


NOTARY PUBLIC



ELAINE ELLIS
Notary Public, State of Ohio
My Commission Expires Sept. 14, 2012

STATE OF OHIO)
) ss.
COUNTY OF FRANKLIN)

On this 1st day of April, 2011, before me personally appeared John J. Hafferty, to me personally known, who being duly sworn, says that he is an officer of Pacer International, Inc., that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sharon K. Herriott

NOTARY PUBLIC

SHARON K. HERRIOTT
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES 08-05-14